Before the FEDERAL COMMUNICATIONS COMMISSION Washington, D.C. 20554

In the Matter of)	
AT&T Seeks FCC Consent to the)	
Assignment and Transfer of Control of)	
WCS and AWS-1 Licenses)	WT Docket No. 12-240
)	
AT&T Mobility Spectrum LLC and San)	
Diego Gas & Electric Company Seek FCC)	
Consent to the Assignment of Two WCS)	
Licenses)	

JOINT OPPOSITION OF APPLICANTS AND MOTION TO DISMISS

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I. INTRODUCTION AND SUMMARY

AT&T Inc., AT&T Mobility Spectrum LLC, and New Cingular Wireless PCS, LLC (collectively with AT&T Inc.'s subsidiaries and affiliates, "AT&T") and the four applicants from whom AT&T seeks to purchase Wireless Communications Service ("WCS") and Advanced Wireless Service ("AWS") licenses¹ (collectively, the "Applicants") submit this Joint Opposition and Motion to Dismiss the two petitions and one set of comments² filed against the transactions in the above-referenced docket (the "Transactions").³ As discussed in the Applicants' Public Interest Statements, approval of the Transactions will create clear public interest benefits, including putting spectrum to more efficient use (resulting in more robust services for

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¹ The other four applicants include: (1) the following wholly-owned subsidiaries of Comcast Corporation: Comcast WCS ME02, Inc., Comcast WCS ME04, Inc., Comcast WCS ME05, Inc., Comcast WCS ME16, Inc., Comcast WCS ME19, Inc., Comcast WCS ME22, Inc., Comcast WCS ME26, Inc., and Comcast WCS ME28, Inc. (collectively, "Comcast"); (2) Horizon Wi-Com, LLC; (3) WCS Wireless License Subsidiary, LLC and AWS Wireless Inc., both subsidiaries of NextWave Wireless Inc. (collectively, "NextWave"); and (4) San Diego Gas & Electric Company.

² AT&T Seeks FCC Consent to the Assignment & Transfer of Control of WCS & AWS-1 Licenses, AT&T Mobility Spectrum LLC & San Diego Gas & Elec. Co. Seek FCC Consent to the Assignment of Two WCS Licenses, WT Dkt No. 12-240, Petition of the Competitive Carriers Association for Consolidated Treatment (filed Oct. 1, 2012) ("CCA Petition"); AT&T Seeks FCC Consent to the Assignment & Transfer of Control of WCS & AWS-1 Licenses, WT Dkt No. 12-240, Comments of Level 3 Communications, LLC (filed Oct. 1, 2012) ("Level 3 Comments"); AT&T Seeks FCC Consent to the Assignment & Transfer of Control of WCS & AWS-1 Licenses, WT Dkt No. 12-240, Petition of Maneesh Pangasa to Conditionally Approve or Deny (filed Sept. 4, 2012) (the "Pangasa Filing").

³ AT&T Seeks FCC Consent to the Assignment & Transfer of Control of WCS & AWS-1 Licenses, WT Dkt No. 12-240, Public Notice, DA 12-1431 (rel. Aug. 31, 2012); AT&T Mobility Spectrum LLC & San Diego Gas & Elec. Co. Seek FCC Consent to the Assignment of Two WCS Licenses, WT Dkt No. 12-240, Public Notice, DA 12-1513 (rel. Sept. 19, 2012) ("SDG&E Public Notice").

consumers), the advancement of the Commission's broadband and competition goals, and the National Broadband Plan's mobile broadband and spectrum efficiency objectives.⁴

In the face of these compelling public interest benefits, there was virtually no opposition filed in the docket. Indeed, only three parties weighed in at all, none with any rigor. Level 3 Communications, LLC ("Level 3") attempts to improperly use this proceeding as leverage in a private commercial dispute with AT&T that has nothing to do with the Transactions. Maneesh Pangasa submitted a brief, procedurally defective filing raising a smattering of mostly irrelevant claims. However, Mr. Pangasa has no standing in this proceeding, and his filing makes assertions that are completely lacking in analytical or empirical support. The Competitive Carriers Association ("CCA") simply recycles arguments that the Commission should consolidate this proceeding with other spectrum transfer proceedings, but such a result is inappropriate where, as here, each transaction is independent and not contingent on consummation of any of the other transactions. None of these filings has merit, and none should stand in the way of prompt approval of these Transactions.

⁴ ULS File Nos. 0005301644 et al., Description of the Transaction, Public Interest Showing, and Related Demonstrations of AT&T Mobility Spectrum LLC, New Cingular Wireless PCS, LLC, and Comcast Corp. at 5-15 (filed Aug. 1, 2012) ("AT&T/Comcast Public Interest Statement"); ULS File Nos. 0005305382 et al., Description of the Transaction, Public Interest Showing, and Related Demonstrations of AT&T Mobility Spectrum LLC, New Cingular Wireless PCS, LLC, and Horizon Wi-Com, LLC at 4-12 (filed Aug. 1, 2012) ("AT&T/Horizon Public Interest Statement"); ULS File Nos. 0005346050 et al., Description of the Transaction, Public Interest Showing, and Related Demonstrations of AT&T Mobility Spectrum LLC, New Cingular Wireless PCS, LLC, and NextWave Wireless Inc. at 4-12 (filed Aug. 13, 2012) ("AT&T/NextWave Public Interest Statement"); ULS File No. 0005380507, Description of the Transaction, Public Interest Showing, and Related Demonstrations of AT&T Mobility Spectrum LLC, New Cingular Wireless PCS, LLC, and San Diego Gas & Electric Company at 4-7 (filed Sept. 14, 2012) ("AT&T/SDG&E Public Interest Statement").

II. THE TRANSACTIONS PRESENT CLEAR PUBLIC INTEREST BENEFITS.

Approval of the Transactions will provide clear public interest benefits by furthering the Commission's spectrum efficiency, broadband and competition objectives, and National Broadband Plan goals.

First, the Transactions will further the Commission's broadband objectives by putting currently underutilized spectrum to more efficient use for mobile wireless broadband services in a state-of-the-art LTE network. The WCS spectrum AT&T is acquiring is not currently utilized for mobile broadband services. Likewise, the AWS spectrum that is part of the NextWave Transaction has not been deployed, and AT&T is well-positioned to use this spectrum to offer LTE services. Consistent with the Commission's broadband objectives, AT&T will use the acquired WCS and AWS spectrum to expand LTE capacity on its wireless network. As a result, AT&T will be able to offer better, faster, and more reliable LTE services.

AT&T will be able to use the WCS spectrum to expand LTE capacity provided the Commission adopts the AT&T/Sirius XM joint proposal to make the spectrum useable for mobile broadband.⁵ Even if the joint proposal is not adopted, however, AT&T's acquisition of the WCS spectrum will further the public interest by enabling AT&T to put that spectrum to other uses, such as support for broadband access services. As demonstrated in the Public Interest Statements for the Transactions, such alternative uses would enable AT&T to achieve greater

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⁵ See Amendment of Part 27 of the Comm'n's Rules to Govern the Operation of Wireless Commc'ns Servs. in the 2.3 GHz Band, WT Dkt. No. 07-293, Written Ex Parte Presentation of AT&T Inc. and Sirius XM Radio Inc. - Joint Submission with Proposals That Resolve Open Issues on Reconsideration (filed June 15, 2012).

operational efficiencies, better accommodate overall traffic growth, and offer improved, more robust and advanced services to its customers.⁶

Second, the Transactions will further the Commission's competition objectives by facilitating more efficient spectrum use without raising competitive concerns. The Transactions present no issues under the Commission's spectrum aggregation policies as AT&T will not exceed the Commission's initial spectrum screen in any area. In addition, competition will not be diminished because AT&T is not acquiring any commercial wireless business or customer, and no current provider of mobile wireless services will be eliminated.⁷

Third, approval of the Transactions will directly further the National Broadband Plan goal of more efficient use of the WCS band for mobile broadband services. In fact, the WCS band is a critical part of the first 300 MHz of spectrum the Commission is striving to make available for wireless broadband by 2015.⁸ As explained in the Public Interest Statements for the Transactions, the WCS band has suffered for years from uncertain technical rules, legal complexities, and fragmentation.⁹ The actions AT&T has taken in connection with the Transactions, along with the Commission's approval of the AT&T/Sirius XM joint proposal, will

⁶ See, e.g., AT&T/Comcast Public Interest Statement at 15; AT&T/NextWave Public Interest Statement at 11.

⁷ As noted in the AT&T/NextWave Public Interest Statement, NextWave Wireless provides fixed broadband services in a number of locations using BRS spectrum, EBS spectrum, and WCS Spectrum to approximately 500 subscribers. In March 2012, NextWave announced plans to sell most of its wireless spectrum assets to retire its debt. Given the limited nature of NextWave's fixed broadband operations, and its intent to sell its spectrum, NextWave is not a current or potential competitor of AT&T. AT&T/NextWave Public Interest Statement at 13, n. 32.

⁸ See Connecting America: The National Broadband Plan at 75 (rel. Mar. 16, 2010), available at http://download.broadband.gov/plan/national-broadband-plan.pdf.

⁹ See, e.g., AT&T/Horizon Public Interest Statement at 8-9; AT&T/NextWave Public Interest Statement at 8.

help resolve these problems and will enable, for the first time, use of the WCS band for mobile wireless broadband services.

As the Applicants have explained in the Public Interest Statements, deployment of mobile wireless broadband services in the WCS band cannot begin until the relevant WCS band standards are adopted by the 3rd Generation Partnership Project (3GPP). Commission approval of the Transactions will motivate the standards-setting community to adopt the necessary standards. The Commission should make all efforts to approve the Transactions before the next relevant 3GPP standards-setting meeting takes place in December 2012.

III. THE LEVEL 3, PANGASA, AND CCA FILINGS DO NOT RAISE ANY RELEVANT ISSUES.

The Commission has repeatedly emphasized that its review in license assignment and transfer proceedings "is limited to consideration of [transaction]-specific effects." It also is well-settled that the Commission does not consider private commercial disputes in license transfer and assignment proceedings 12 or arguments of industry-wide concern that are "better

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 $^{^{10}}$ See, e.g., AT&T/Horizon Public Interest Statement at 10; AT&T/NextWave Public Interest Statement at 10.

¹¹ See, e.g., Applications for Consent to the Transfer of Control of Licenses from Comcast Corp. & AT&T Corp., Transferors, to AT&T Comcast Corp., Transferee, Order, 17 FCC Rcd. 22633, 22637 ¶ 11 (2002).

¹² See, e.g., Applications of Cellco P'ship d/b/a Verizon Wireless & Atlantis Holdings LLC for Consent to Transfer Control of Licenses, Authorizations, & Spectrum Manager & De Facto Transfer Leasing Arrangements, Memorandum Opinion and Order and Declaratory Ruling, 23 FCC Rcd. 17444, 17538 ¶ 214 (2008) (refusing to consider the question of whether the transaction would violate existing reseller agreements because that constituted a private contractual dispute); Applications of AT&T Wireless Servs., Inc. & Cingular Wireless Corp. for Consent to Transfer Control of Licenses & Authorizations, Order on Reconsideration, 20 FCC Rcd. 8660, 8665 ¶ 13 & n.27 (2005) (finding issue raised by commenter was a private contractual dispute and not relevant to the Commission's public interest analysis).

addressed in other Commission proceedings."¹³ Level 3, Mr. Pangasa, and CCA do not raise any transaction-specific issues, and, therefore, this proceeding is not the appropriate forum in which to consider their claims.

Level 3's Comments are a wholly inappropriate attempt to use this proceeding to seek the Commission's intervention in a private commercial dispute regarding Level 3's interconnection with AT&T's wired backbone network – a dispute that has nothing to do with this proceeding. As noted above, the Commission consistently has refused to address private commercial disputes in license transfer and assignment proceedings, and there is no reason to depart from that precedent here. Notably, Level 3's attempts to inject these same issues in the recent Verizon/SpectrumCo/Cox spectrum transfer proceeding and in the Comcast/NBCU proceeding were rejected by the Commission.¹⁴ They should likewise be rejected here.¹⁵

¹³ See, e.g., Applications of Craig O. McCaw and AT&T Co. for Consent to Transfer Control of Authorizations, Memorandum Opinion and Order, 9 FCC Rcd. 5836, 5904 ¶ 123 (1994); see also Applications of AT&T Inc. and Centennial Communications Corp. for Consent to Transfer Control of Licenses, Authorizations, & Spectrum Leasing Arrangements, Memorandum Opinion and Order, 24 FCC Rcd. 13915, 13969 ¶ 133 (2009) (concluding that general concerns regarding roaming would be more appropriately addressed in the relevant proceeding); Applications of AT&T Inc. and Cellco P'ship d/b/a Verizon Wireless for Consent to Assign or Transfer Control of Licenses & Authorizations & Modify a Spectrum Leasing Arrangement, Memorandum Opinion and Order, 25 FCC Rcd. 8704, 8747-48 ¶ 101 (2010) (same).

¹⁴ See, e.g., Applications of Cellco P'ship d/b/a Verizon Wireless & SpectrumCo LLC & Cox TMI, LLC For Consent To Assign AWS-1 Licenses, Applications of Verizon Wireless & Leap for Consent To Exchange Lower 700 MHz, AWS-1, & PCS Licenses, Applications of T-Mobile License LLC & Cellco P'ship d/b/a Verizon Wireless for Consent to Assign Licenses, WT Dkt No. 12-4, ULS File Nos. 0004942973, 0004942992, 0004952444, 0004949596, and 0004949598, WT Dkt No. 12-175, Memorandum Opinion and Order and Declaratory Ruling, FCC 12-95 ¶ 187 (rel. Aug. 23, 2012) (denying all requests for FCC action that were not specifically addressed in the Order); Applications of Comcast Corp., Gen. Elec. Co. & NBC Universal, Inc. For Consent to Assign Licenses & Transfer Control of Licenses, Memorandum Opinion and Order, 26 FCC Rcd. 4238 ¶ 288 (2011) (same). And, as a substantive matter, Comcast already has explained that Level 3's claims are baseless. See Letter from Lynn R. Charytan, Vice President, Legal Regulatory Affairs, Comcast Corp., to Marlene H. Dortch, Secretary, FCC, GN Docket No. 09-191 (Dec. 2, 2010); Letter from Lynn R. Charytan, Vice President, Legal Regulatory Affairs, Comcast Corp., to Marlene H. Dortch, Secretary, FCC, GN

The Commission also should dismiss the Pangasa Filing. The Commission's rules require a person filing a petition to deny to make a *prima facie* showing that he is a party in interest. A petitioner must allege facts sufficient to demonstrate that grant of the subject application would cause it to suffer a direct injury, and that there is a causal link between the claimed injury and the challenged action. In addition, a proper petition to deny must raise a substantive issue or identify a competitive harm that would result from the Commission's approval of a specific transaction.

Docket No. 09-191 (Dec. 7, 2010); Letter from Lynn R. Charytan, Vice President, Legal Regulatory Affairs, Comcast Corp., to Marlene H. Dortch, Secretary, FCC, GN Docket No. 09-191 (Dec. 13, 2010).

Moreover, the Commission and Chairman Genachowski have made clear that it is not appropriate to regulate peering arrangements and Internet backbone services. *See*, *e.g.***Preserving the Open Internet*, Report and Order, 25 FCC Rcd. 17905, 17933, 17943-44 ¶¶ 47, 67 n.209 (2010) ("broadband Internet access service" does not include "Internet backbone services," such as "peering" or other Internet "interconnection arrangements" because such services "typically are not mass market services and/or do not provide the capability to transmit data to and receive data from all or substantially all Internet endpoints"); Press Release, FCC, Statement From FCC Chairman Julius Genachowski on the House Energy & Commerce Committee Resolution on Internet Governance (June 21, 2012), available at http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-314772A1.pdf (opposing European Telecommunications Network Operators and World Conference on International Telecommunications proposals to regulate the Internet, including peering relationships.).

¹⁶ 47 C.F.R. § 1.939(a); Applications of T-Mobile License LLC, AT&T Mobility Spectrum LLC & New Cingular Wireless PCS, LLC For Consent to Assign AWS-1 Licenses, Order, 27 FCC Rcd. 4124, 4126 ¶ 6 (WTB 2012).

¹⁷ *Id*.

¹⁸ Application of New Cingular Wireless PCS, LLC & D&E Investments, Inc. for Consent to Assign Lower 700 MHz C Block Licenses, Order, 27 FCC Rcd. 1669, 1670 ¶ 6 (WTB 2012) ("RTG fails to raise any substantive issues, or discuss any specific competitive harm, that would result from our approval of the particular transaction before us involving any of these Pennsylvania CMAs.").

The Pangasa Filing meets none of these criteria.¹⁹ It offers no facts to establish Mr. Pangasa as a party in interest.²⁰ It does not allege any transaction-specific harms. Much of the pleading is either quite far afield (*e.g.*, its discussion of merger conditions from the 1990s) or beyond the Commission's jurisdiction (*e.g.*, its request that Congress mandate that AT&T and Verizon divest their wireless operations). For all of these reasons, the Commission should dismiss the Pangasa Filing.

The CCA Petition appears to request only consolidation (discussed below). To the extent CCA vaguely suggests that the Commission should "condition, when applicable," the transactions for the reasons stated in its filings in the AT&T/Triad and AT&T/CenturyTel proceedings, such request is meritless here for the same reasons AT&T stated in its AT&T/Triad and AT&T/CenturyTel oppositions and should be dismissed.

CCA's generalized challenges to the Commission's spectrum aggregation policies and requests for conditions related to interoperability and roaming are not transaction-specific but instead seek to resolve industry-wide policy issues that are more appropriately addressed in other Commission proceedings. For example, with respect to its spectrum aggregation claims, the Commission recently adopted an NPRM regarding mobile spectrum holdings in part to "ensure that our policies and rules afford all interested parties greater certainty, transparency and predictability to make investment and transactional decisions, while also promoting the

¹⁹ In addition to the Pangasa Filing, Mr. Pangasa has flooded this docket with numerous other statements and articles that are unrelated to these Transactions.

²⁰ 47 C.F.R. § 1.939(d). The Pangasa Filing failed to provide Mr. Pangasa's street address or telephone number as required by the Commission's rules and the ULS filing system. *Id.* § 1.51(h). He did not sign his submission as required by the rules. 47 C.F.R. § 1.52. Mr. Pangasa also did not serve his submission upon the Applicants. *Id.* § 1.939(c). The Applicants note that, because Mr. Pangasa has failed to provide contact information with his submission and because the Applicants were not served with a copy of the Pangasa Filing, the Parties are unable to serve Mr. Pangasa with a copy of this Joint Opposition and Motion to Dismiss.

competition needed to ensure a vibrant, increasingly mobile economy driven by innovation."²¹ As CCA acknowledges, the Commission's position during the pendency of its mobile spectrum holdings proceeding is to "continue to apply its current case-by-case approach to evaluate mobile spectrum holdings."²² CCA's petition does not provide any justification to deviate from this settled approach. Instead of repeating additional arguments in support of these points at length here, AT&T incorporates its oppositions in the Triad 700 and CenturyTel proceedings herein by reference.²³

The Commission also should dismiss CCA's request for consolidation. CCA argues that the Commission should consolidate all of the pending spectrum transaction proceedings involving AT&T to evaluate the "the broader competitive effects of the proposed transfers" in the aggregate. The Commission already decided to consolidate the separate WCS transactions into this docket to assist it in analyzing the Transactions and for purposes of administrative convenience. CCA's request, which is not supported by Commission precedent, should not supplant the reasoned judgment of the Commission to consolidate the WCS-related Transactions alone. CCA offers no lawful basis for further consolidation of transactions that do not involve

²¹ In re Policies Regarding Mobile Spectrum Holdings, Notice of Proposed Rulemaking, WT Dkt No. 12-269, ¶ 15 (rel. Sept. 28, 2012) ("Mobile Spectrum Holdings NPRM").

²² CCA Petition at 4, n. 9 (quoting *Mobile Spectrum Holdings NPRM*, ¶ 16, n.59).

²³ See AT&T Mobility Spectrum LLC & Triad 700, LLC Seek FCC Consent to the Assignment of 27 Lower 700 MHz Band B Block Licenses, ULS File No. 0005286787, Joint Opposition of Applicants to Petition for Conditions and Consolidated Treatment (filed Aug. 27, 2012); AT&T Mobility Spectrum LLC & CenturyTel Broadband Wireless, LLC Seek FCC Consent to the Assignment of Lower 700 MHz Band & AWS-1 Licenses, ULS File No. 0005337520, Joint Opposition of Applicants and Motion to Dismiss (filed Oct. 5, 2012).

²⁴ CCA Petition at 3.

²⁵ SDG&E Public Notice at 1.

WCS licenses, and there is none.²⁶ Each of the other pending proceedings in which AT&T is involved includes different parties, different spectrum, different geographic areas, and different business terms. Each transaction is independent and in no way contingent on consummation of any of the others. The Commission consistently has held that, in such circumstances, consolidation is not only unnecessary but inappropriate.²⁷

Where two transfer proceedings are not contingent on one another, such that the Commission "could grant one application, both applications, or neither application," consolidation is inappropriate, and the Commission should "determine whether to grant each application in the order in which it was filed, based on the facts current at the time the application is processed." The "Commission's duty [is] to ascertain whether a particular transfer or assignment proposal is in the public interest, convenience, and necessity," and the Commission should not consider, in a single proceeding, the "cumulative competitive impact of a number of proposed acquisitions by [the purchaser]" "when the business transactions

²⁶ Further, there is no need for the Commission to consolidate with this proceeding any other AT&T transactions involving 700 MHz or AWS licenses because the spectrum being acquired in those transactions is already reflected in the spectrum charts that Applicants submitted in this docket. Thus, the Commission already has what it needs to review the competitive impact of AT&T's acquisition of spectrum in the aggregate.

²⁷ See, e.g., Application of AT&T Inc. & Qualcomm Inc. For Consent to Assign Licenses & Authorizations, Order, 26 FCC Rcd. 17589, 17622 ¶ 80 (2011).

 $^{^{28}}$ See Applications of Nextel Commc'ns, Inc. for Transfer of Control of OneComm Corp., N.A., & C-Call Corp., Order, 10 FCC Rcd. 3361, 3364 \P 20 (WTB 1995).

²⁹ *Id.* at 3364 ¶ 19.

involved are independent, and neither is conditioned on the consummation of the other."³⁰ Indeed, consolidation would introduce delay that is directly contrary to the public interest.³¹

CCA's attempt to analogize these transactions to Verizon's transactions with Leap, SpectrumCo, Cox, and T-Mobile fails. Verizon and Leap submitted their spectrum transfer application in November 2011, and in December 2011, Verizon filed two additional spectrum transfer applications, one to purchase spectrum from SpectrumCo and the other to purchase spectrum from Cox. In late December, opponents of the latter transactions petitioned the Commission to consolidate those proceedings, but the Commission *declined* to do so. It was not until six months later – when Verizon filed a fourth spectrum transfer application proposing to sell spectrum to T-Mobile that *was contingent* on Verizon's obtaining much of that spectrum from Leap, SpectrumCo, and Cox transactions – that the Commission agreed to consolidate its review of the applications. Here, by contrast, AT&T's transactions are entirely independent of one another.

Finally, even if it were appropriate for the Commission to consolidate review of entirely independent transactions – which it clearly is not – CCA offers no evidence to support its

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 $^{^{30}}$ *Id.* at 3363 ¶ 17.

 $^{^{31}}$ *Id.* at 3363 ¶ 18 ("[I]t would not serve the public interest to delay consummation of the OneComm transaction simply because Motorola also requested permission to transfer licenses to Nextel four months later.").

³² See Applications of Verizon Wireless & Leap Wireless for Commission Consent to the Exchange of 700 MHz Band A Block, AWS-,1 & Personal Commc'ns Serv. Licenses, Order, 26 FCC Rcd. 17152, 17153 ¶¶ 6-7 (WTB 2011).

³³ See Wireless Telecomms. Bureau Consolidates Review of Verizon Wireless-SpectrumCo-Cox, Verizon Wireless-Leap Wireless, & T-Mobile-Verizon Wireless Transactions, WT Dkt Nos. 12-4, 12-175, ULS File Nos. 0004942973, et al., Public Notice, DA 12-1266 at 2 (WTB rel. Aug. 3, 2012) ("The licenses that Verizon Wireless would assign to T-Mobile include 47 licenses that Verizon Wireless has proposed to acquire from SpectrumCo, Cox, and Leap Wireless.").

assertion that the "collective impact" of the transactions will "continue to harm competition."³⁴ As discussed above, each of the independent transactions in this proceeding will benefit the public interest by promoting more efficient use of the spectrum at issue while at the same time enhancing competition.

IV. CONCLUSION

The Transactions present clear public interest benefits, including the furthering of the Commission's broadband and competition goals and the National Broadband Plan's objective of more efficient use of spectrum. Moreover, in view of these substantial public benefits, opposition to the Transactions is minimal and presents no justification to delay or prevent Commission approval. Two of the opposition filings do not raise any relevant issues. The third filing inappropriately suggests consolidation of the instant proceeding with other unrelated transactions.

For the foregoing reasons, and for the reasons set forth in the Applicants' Public Interest Statements, the Commission should dismiss the petitions and comments, and promptly grant the requested spectrum assignments and transfers.

³⁴ CCA Petition at 4.

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Dated: October 11, 2012

CERTIFICATE OF SERVICE

I hereby certify that on this 11 day of October, 2012, I caused true and correct copies of the foregoing Joint Opposition of Applicants and Motion to Dismiss to be served by first-class mail, postage prepaid or electronic mail, upon:

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